

# **LAWS OF BRUNEI**

## **CHAPTER 104**

### **BRUNEI ECONOMIC DEVELOPMENT BOARD**

**E 10 of 1975**

**E 12 of 1975**

**1984 Edition, Chapter 104**

Amended by

S 33/1996

S 46/2001

**2003 Edition, Chapter 104**

Amended by

S 11/2003

**2012 Edition, Chapter 104**

Amended by

S 24/2016

**REVISED EDITION 2023**



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**REVISED EDITION 2023**

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# BRUNEI ECONOMIC DEVELOPMENT BOARD ACT

## An Act to establish the Brunei Economic Development Board

*Commencement: 11th April 1975*

### Citation

1. This Act may be cited as the Brunei Economic Development Board Act.

### Interpretation

2. In this Act, unless the context otherwise requires —

“Board” means the Brunei Economic Development Board established under section 3;

“business enterprise” means any sole proprietorship, partnership, company or co-operative society wherever registered or incorporated under any law for the time being in force in relation to companies, co-operative societies or businesses and engaged in or proposing to engage in any one or more of the following purposes or functions —

(a) manufacture and sale of goods, materials or things or the subjection of goods, materials or things to any process, including that of repairs, breaking-up, reconditioning or maintenance;

(b) the exploration for, and exploitation of, natural resources, including —

(i) the working of a mine, quarry or any other source of mineral deposits; or

(ii) the treatment or preparation for the sale, consumption or use, and the storage or removal, of any substance from any mine, quarry or other source of mineral deposits;

(c) transport, dock, water, electricity or gas undertaking, including the business of wharf-fingers and stevedores;

(d) the storage of goods, materials or things;

(e) the working of a plantation;

(f) fishing;

(g) the business of a tourist enterprise;

“chairman” means the Chairman of the Economic Development Board and includes the deputy chairman or any temporary chairman appointed under section 4;

“Chief Executive Officer” means the officer appointed under section 7;

“goods, materials or things” includes capital or consumer goods of every description, including aircraft, ships, machinery, food and drugs;

“member” means any member of the Board appointed under section 4, and includes the chairman, deputy chairman and the *ex-officio* members;

“Minister” means the Minister charged with the responsibility for industrial development;

“underwrite” means to contract, with or without conditions, to subscribe for stocks, shares, bonds or debentures of a business enterprise with a view to the resale of the whole or part of it.

### **Establishment of Brunei Economic Development Board**

3. (1) There is hereby established a body, by the name of “The Brunei Economic Development Board”, for the purposes of this Act.

(2) The Board when established shall be a body corporate with perpetual succession and a common seal with power, subject to the provisions of this Act, to acquire and dispose of property, both movable and immovable, and may sue and be sued in its corporate name and perform such other acts as bodies corporate may by law perform.

### **Constitution of Board**

4. (1) The Board shall consist of —

(a) a chairman, who shall be appointed by His Majesty the Sultan and Yang Di-Pertuan;

(b) a deputy chairman, who shall be appointed by His Majesty the Sultan and Yang Di-Pertuan;

(c) three *ex-officio* members who shall be the persons for the time being holding the office of the Permanent Secretary of the Energy and Industry Department in the Office of the Prime Minister, the Chief Executive Officer and a representative of the Ministry of Finance and Economy, appointed by the Permanent Secretary of the Ministry of Finance and Economy, the Minister of Finance and Economy or by His Majesty the Sultan and Yang Di-Pertuan; and

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(d) not less than three and not more than five other members (hereinafter referred to as appointed members) to be appointed by His Majesty the Sultan and Yang Di-Pertuan from amongst persons appearing to him to be qualified as having wide experience of and shown capacity in matters relating to banking, manufacturing, housing, commerce, finance or administration, or to be otherwise suitable for appointment by virtue of their special knowledge and experience.

(2) Subject to the provision of subsections (3) and (4), the chairman shall hold office for a term of 3 years from the date of his appointment.

(3) His Majesty the Sultan and Yang Di-Pertuan may at his pleasure revoke the appointment of a chairman without assigning any reason therefor.

(4) The chairman may resign his office by notice in writing to His Majesty the Sultan and Yang Di-Pertuan.

(5) Subject to the provisions of this Act, every appointed member shall hold office for a term of 2 years from the date of his appointment unless his appointment is sooner resigned or revoked.

(6) Any appointed member may be re-appointed upon the expiry of his term of office.

(7) Any appointed member may resign his office by notice in writing under his hand to the chairman.

(8) His Majesty the Sultan and Yang Di-Pertuan may appoint any member to be temporary chairman of the Board during temporary incapacity through illness or during the temporary absence from Brunei Darussalam, of the chairman of the Board.

(9) His Majesty the Sultan and Yang Di-Pertuan may at any time revoke the appointment of any appointed member if he thinks it expedient to do so without assigning any reason therefor.

(10) If any appointed member is temporarily absent from Brunei Darussalam or temporarily incapacitated through illness or any other cause from performing his duties as a member, another person may be appointed in his place by His Majesty the Sultan and Yang Di-Pertuan but shall hold office only during such period of absence or incapacity of such member.

### **Meetings of Board**

5. (1) The Board shall meet at least once in each year for the purposes of considering, in addition to any other business of which due notice shall have been given, the annual budget for the next ensuing year.

(2) The chairman may at any time call a meeting of the Board and shall, upon the written request of not less than three members, call a special meeting thereof within one month of the date of such request.

(3) Minutes of each meeting of the Board shall be kept and shall be confirmed and signed by the chairman as soon as practicable thereafter at a subsequent meeting.

(4) The Board may invite any one or more persons to attend any particular meeting of the Board for the purpose of assisting or advising the Board but such invited persons shall have no right to vote.

### ***Quorum***

6. (1) The *quorum* at all meetings of the Board shall be three members present in addition to the chairman.

(2) Every member present at any meeting shall have a right to vote.

(3) In the event of the votes on any question being equal the chairman shall have a casting vote in addition to his original vote.

### **Chief Executive Officer**

7. (1) His Majesty the Sultan and Yang Di-Pertuan shall appoint a Chief Executive Officer of the Brunei Economic Development Board, who shall perform such duties as the Board may entrust or delegate to him.



(2) *(Repealed)*.

(3) *(Repealed)*.

(4) His Majesty the Sultan and Yang Di-Pertuan may also appoint such other officers as may be necessary for purposes of this Act.

### **Functions of Board**

8. (1) The Board shall have the following functions —

(a) to promote or undertake, form or participate in any residential, industrial, agricultural or commercial development on areas in Brunei Darussalam designated for such purposes;

(b) to promote or undertake any kind of business, trading and commercial enterprises including agricultural, industrial, housing and mining enterprises in Brunei Darussalam as the Board may think fit;

(c) promote, wherever necessary any company or companies for any of the purposes specified in paragraph (b);

(d) with the written approval of the Minister and Minister of Finance and Economy to establish a bank or a financial institution;

(e) to stimulate the growth, expansion and development of Brunei Darussalam economy by promoting Brunei Darussalam as an investment destination;

(f) to formulate investment promotion policies and plans, promotional incentives and marketing strategies to attract foreign and local investments in advanced technology industries and skill-intensive services which enjoy good export market prospects;

(g) to promote, facilitate and assist in the development of industrial activities including export oriented business activities;

(h) to encourage foreign and local industries to upgrade their skill and technological levels through investment in new technology, automation, training, research and product development activities;

(i) support the development of local entrepreneurs and small and medium businesses and assist local companies to expand and upgrade their operations; and

(j) to do all such other acts and things as are necessary for the exercise of the powers or performance of all or any of the functions and duties of the Board under this Act or to perform such other functions as a body or authority if appointed as such by His Majesty the Sultan and Yang Di-Pertuan in Council in accordance with any written law.

(2) Without prejudice to subsection (1), the Board shall have such other functions as may be prescribed by rules made under section 14.

### **General powers of Board**

9. (1) For the purposes of performing any of its functions under section 8, the Board may —

(a) acquire, purchase, exchange, sell or lease and hold land, buildings and other immovable property;

(b) build houses, flats, tenements, shops and shop-houses, convert any house, shop or shop-house into flats or tenements;

(c) acquire, purchase, exchange, lease and hold land for the purpose of development and resale to the public and building lots, or industrial land and for the purposes of providing open spaces and recreation grounds;

(d) do all other things as may be necessary or expedient for the purposes of carrying into effect the provisions of this Act;

(e) do any work on land necessary for the purposes of its development, as building or industrial land;

(f) acquire, purchase, exchange, lease and hold mining, agricultural and timber land for purposes of mining, agricultural development and logging respectively;

(g) sell land, building or other immovable property;

(h) lease to other persons in accordance with the provisions of any law in force in Brunei Darussalam relating to land or dealings in land, from month to month or otherwise, any land or building or other immovable property at such rent and subject to such terms and conditions as the Board shall think fit;

(i) enter into contracts with other persons such persons should build or do any work on behalf of the Board;

(j) enter into contracts or do any other act or matter necessary and proper for carrying into effect the purposes of this Act;

(k) with the written approval of the Minister and the Minister of Finance and Economy, underwrite the issue of stocks, shares, bonds or debentures by business enterprises;

(l) with the written approval of the Minister and the Minister of Finance and Economy, guarantee on such terms and conditions as may be agreed upon, loans raised by business enterprises which are floated in the public market;

(m) with the written approval of the Minister and the Minister of Finance and Economy, grant loans or advances to business enterprises for the purpose of industrial development;

(n) manage, control or supervise business enterprises by nominating directors or advisers or otherwise collaborating with them;

(o) with the written approval of the Minister and the Minister of Finance and Economy, establish, sell shares of, invest in and manage business enterprises;

(p) provide technical service and assistance to business enterprises and to build up a corps of engineering and managerial staff to provide such assistance;

(q) receive in consideration of the services rendered by it such commission as may be agreed upon;

(r) act as agents for any business enterprises;

(s) subscribe to stocks, shares, bonds or debentures of industrial enterprise;

(t) lay out, develop and manage sites, parks, estates, identified zones and other premises for industries and businesses in Brunei Darussalam or elsewhere via sale or lease of specific site;

(u) foster the growth of the service industry by developing the appropriate infrastructure and formulating and implementing investment promotion plans, promotional incentives and marketing strategies to support local and international firms and businesses in the services sector in Brunei Darussalam;

(v) facilitate new and existing companies in the implementation and operation of their projects, and offer assistance through direct consultation and co-operation with the relevant authorities;

(w) exercise all functions and powers and perform all duties which, under or by virtue of any written law, are or may be or become vested or delegated to it; and

(x) generally do all such matters and things as may be incidental to or consequential upon the exercise of its duties under this Act.

(2) For the purposes of subsection (1)(u), “services” means all or any of the following services —

- (a) financial and business services;
- (b) engineering and technical services;
- (c) information technology services;
- (d) transport and communication services;
- (e) warehousing and distribution services;
- (f) accountancy and management and professional services;
- (g) agrotechnology services;

- (h) education services;
- (i) medical services;
- (j) publishing services;
- (k) entertainment, leisure and recreation services;
- (l) exhibition services; and
- (m) any other services which the Minister may prescribe.

### **Directions by Minister**

**9A.** His Majesty the Sultan and Yang Di-Pertuan may empower the Minister to give to the Board such directions, not inconsistent with the provisions of this Act, as he considers fit, as to the exercise and performance by the Board of its powers, duties and functions under this Act, and the Board shall give effect to all such directions.

### **Appointments of committees and delegation of powers**

**9B.** (1) The Board may, in its discretion, appoint from among its members or other persons who are not members of the Board such number of committees consisting of members or other persons or members and other persons for the purposes which, in the opinion of the Board, would be better regulated and managed by means of those committees.

(2) The Board may, subject to such conditions or restrictions as it thinks fit, delegate to such committee or the chairman or the Chief Executive Officer or any government agency all or any of the powers, functions and duties by this Act vested in the Board; and any power, function or duty so delegated may be exercised or performed by such committee or the chairman or the Chief Executive Officer or government agency, as the case may be, in the name of the Board.

(3) The Board may, subject to such conditions or restrictions as it thinks fit, delegate to any employee thereof all or any of the Board's functions and duties by this Act vested in the Board, except the power to borrow money or to raise loans or grant loans or advances to or subscribe to or underwrite issue of stocks, shares, bonds or debentures of business enterprises; and any power, function or duty so delegated may be exercised or performed by such employee in the name of the Board.

(4) The Board may continue to exercise any power conferred upon it, or perform any function or duty under this Act, notwithstanding the delegation of such power, function or duty under this section.

### **Appointment of member to act on behalf of chairman outside Brunei Darussalam**

9C. The chairman of the Board may, with the approval of the Minister, appoint a member of the Board to perform the functions of the chairman outside Brunei Darussalam in relation to such matters or class of matters as the chairman may specify.

### **Fund of Board**

10. For the purposes of this Act, there shall be established a Fund to be known as the Brunei Economic Development Board Fund into which shall be paid —

(a) such sums as may from time to time be paid to the Board out of the general revenues of Brunei Darussalam;

(b) such sums as may from time to time be raised by the Board by loan;

(c) all rents and proceeds of sale profits and income and other funds derived by the Board directly or indirectly from the property belonging to the Board;

(d) all such other sums as may from time to time be paid to the Board.

### **Application of Fund**

11. The Fund may be applied to defraying the following charges —

(a) expenses, fees or remuneration and allowances of the members;

(b) fees or remuneration of agents and servants, and technical or other advisers of the Board;

(c) all costs, charges and expenses of and incidental to the exercise of the powers of the Board under this Act;

- (d) interest on any loan raised by the Board;
- (e) sums required for the payment of moneys borrowed;
- (f) such sums as it may be deemed appropriate to set aside in respect of depreciation on the property of the Board;
- (g) any other architect, management and agency fees;
- (h) any contribution authorised by the Board to the Brunei Darussalam Government or towards any particular development project carried out by the Brunei Darussalam Government; and
- (i) any other expenditure authorised by the Board.

### **Audit**

**11A.** (1) The accounts of the Board shall be audited at least once annually by —

- (a) the Auditor General; or
- (b) any person who has been authorised to perform the duties required by the Companies Act (Chapter 39) to be performed by an auditor, who shall be appointed annually by the Board,

who shall submit a report thereon to His Majesty the Sultan and Yang Di-Pertuan in Council.

(2) Where the accounts of the Board have been audited by a person appointed under subsection (1)(b), the report referred to in that subsection may be verified by the Auditor General before it is submitted pursuant to subsection (1) to His Majesty the Sultan and Yang Di-Pertuan in Council.

### **Annual Report**

**12.** The Board shall, as soon as practicable after the end of each financial year, cause to be made and transmitted to His Majesty the Sultan and Yang Di-Pertuan in Council a report dealing generally with the activities of the Board during the preceding financial year and containing such information relating to the proceedings and activities of the Board as His Majesty the Sultan and Yang Di-Pertuan in Council may direct.

**Power to employ agents**

13. The Board may employ and pay agents and technical advisers whether solicitors, bankers, stockbrokers, surveyors, or valuers or other persons, to transact any business or do any act required to be transacted or done in execution of the duties of the Board or for the better carrying into effect the purposes of this Act and shall pay all charges and expenses so incurred.

**Rules**

14. The Board may, with the approval of His Majesty the Sultan and Yang Di-Pertuan in Council make such rules as may be considered necessary or desirable for the proper conduct of the business of the Board including, without prejudice to the generality of the foregoing, rules with regard to any of the following matters —

(a) the convening of meetings of the Board and the procedure to be followed thereat;

(b) the appointment or establishment of committees of the members of the Board, and the co-opting of persons other than members of the Board to such committees;

(c) the provisions of a common seal and the custody and use thereof;

(d) the manner in which documents, cheques and instruments of any description shall be signed or executed on behalf of the Board;

(e) the manner and terms of issue and redemption of bonds and debentures by the Board; and

(f) generally for the exercise of the Board's powers under the provisions of this Act.